



## Spark Charter School Special Board Meeting Minutes

297 N. Frances St.  
Sunnyvale, 94085

Monday, February 2, 2015  
9:30 p.m.

### A. Opening of Meeting by Board President

President called the meeting to order at 9:40pm

Roll Call	Alexandra Zdravkovic	<u>    x    </u>	Jane Lii	<u>    x    </u>
	Christine Hernandez	<u>          </u>	Laura Stuchinsky	<u>    x    </u>
	Alyson Abrego	<u>    x    </u>		

### B. Approval of Agenda

Moved   Jane           Seconded   Laura           Board Action   4-0 approved  

### C. Comments from the Public

*This portion of the meeting is set aside for members of the audience to make comments or raise issues that are not specifically on the agenda or those items that are on the agenda.*

*No action can be taken on an item not on the agenda at this time, but may be referred to the governing board or put on a future agenda. Time limits allocated to public testimony are three (3) minutes per person and twenty (20) minutes per topic.*

No public comments

### D. Announcements

*The members of the Board may give brief announcements/reports on any activities related to their duties as members of the Spark Charter School Governing Board.*

No announcements

### E. Action/Information Items

1. Approve bylaws amendment: Removed "Once the Charter School's charter is approved" in article VI, section 14. Proposed bylaws.

Motion to approve the bylaws, pending following modifications:

**Article 7, Section 11, add highlighted as follows:**

REMOVAL OF DIRECTORS. Any director, except for the Authorizer Representative, may be removed, with or without cause, by the vote of the majority of the members of the entire Board of Directors at a special meeting called for that purpose, or at a regular meeting, provided that notice of that meeting and of the removal questions are given in compliance with the provisions of the Ralph M. Brown Act. (Chapter 9 (commencing with Section 54950) of Division 2 of Title 5 of the Government Code).

**Article 7, Section 15, add highlighted as follows:**

MEETINGS; ANNUAL MEETINGS. All meetings of the Board of Directors and its committees shall be called, noticed, and held in compliance with the provisions of the Ralph M. Brown Act ("Brown Act"). (Chapter 9 (commencing with Section 54950) of Division 2 of Title 5 of the Government Code). The Board of Directors shall meet annually for the purpose of organization, appointment of officers, and the transaction of such other business as may properly be brought before the meeting. This meeting shall be held at a time, date, and place as noticed by the Board of Directors in accordance with the Brown Act.

**Article 7, Section 16, add highlighted as follows:**

REGULAR MEETINGS. Regular meetings of the Board of Directors, including annual meetings, shall be held at such times and places as may from time to time be fixed by the Board of Directors. At least 72 hours before a regular meeting, the Board of Directors, or its designee shall post an agenda containing a brief general description of each item of business to be transacted or discussed at the meeting.

**Article 7, add section 18**

Section 18. NOTICE OF SPECIAL MEETINGS. In accordance with the Brown Act, special meetings of the Board of Directors may be held only after twenty-four (24) hours notice is given to the public through the posting of an agenda. Directors shall also receive at least twenty-four (24) hours notice of the special meeting, in the manner:

- a. Any such notice shall be addressed or delivered to each director at the director's address as it is shown on the records of the Corporation, or as may have been given to the Corporation by the director for purposes of notice, or, if an address is not shown on the Corporation's records or is not readily ascertainable, at the place at which the meetings of the Board of Directors are regularly held.
- b. Notice by mail shall be deemed received at the time a properly addressed written notice is deposited in the United States mail, postage prepaid. Any other written notice shall be deemed received at the time it is personally delivered to the recipient or is delivered to a common carrier for transmission, or is actually transmitted by the person giving the notice by electronic means to the recipient. Oral notice shall be deemed received at the time it is communicated, in person or by telephone or wireless, to the recipient or to a person at the office of the recipient whom the person giving the notice has reason to believe will promptly communicate it to the receiver.
- c. The notice of special meeting shall state the time of the meeting, and the place if the place is other than the principal office of the Corporation, and the general nature of the business proposed to be transacted at the meeting. No business, other than the business the general nature of which was set forth in the notice of the meeting, may be transacted at a special meeting.

**Article 7, replace section 20 with following**

Section 20. TELECONFERENCE MEETINGS. Members of the Board of Directors may participate in teleconference meetings so long as all of the following requirements in the Brown Act are complied with:

- a. At a minimum, a quorum of the members of the Board of Directors shall participate in the teleconference meeting from locations within the boundaries of the school district in which the Charter School operates;
- b. All votes taken during a teleconference meeting shall be by roll call;
- c. If the Board of Directors elects to use teleconferencing, it shall post agendas at all teleconference locations with each teleconference location being identified in the notice and agenda of the meeting;
- d. All locations where a member of the Board of Directors participates in a meeting via teleconference must be fully accessible to members of the public and shall be listed on the agenda;

- e. Members of the public must be able to hear what is said during the meeting and shall be provided with an opportunity to address the Board of Directors directly at each teleconference location; and
- f. The agenda shall indicate that members of the public attending a meeting conducted via teleconference need not give their name when entering the conference call.

1 This means that members of the Board of Directors who choose to utilize their homes or offices as teleconference locations must open these locations to the public and accommodate any members of the public who wish to attend the meeting at that location.

2 The Brown Act prohibits requiring members of the public to provide their names as a condition of attendance at the meeting.

Article 7, Section 21, add highlighted as follows:

ADJOURNMENT. A majority of the directors present, whether or not a quorum is present, may adjourn any Board of Directors meeting to another time or place. Notice of such adjournment to another time or place shall be given, prior to the time schedule for the continuation of the meeting, to the directors who were not present at the time of the adjournment, and to the public in the manner prescribed by any applicable public open meeting law.

Article 7, Section 24, add highlighted as follows:

MEETINGS AND ACTION OF COMMITTEES. Meetings and actions of committees of the Board of Directors shall be governed by, held, and taken under the provisions of these bylaws concerning meetings, other Board of Directors' actions, and the Brown Act, if applicable, except that the time for general meetings of such committees and the calling of special meetings of such committees may be set either by Board of Directors' resolution or, if none, by resolution of the committee.

Motioned by Jane, Seconded by Laura. Alyson and Alex in favor. Passed 4-0.

## **F. Adjourn**

Meeting Adjourned by president at 11pm